

**UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS**

\_\_\_\_\_  
**PROVIDENCE STEEL, INC., individually  
and on behalf of a class of persons similarly  
situated,**

**Plaintiff,**

**v.**

**THE UNION CENTRAL LIFE  
INSURANCE COMPANY,**

**Defendant.**  
\_\_\_\_\_

**CIVIL ACTION NO: 04-10440-NG**

**JOINT MOTION FOR FINAL APPROVAL OF CLASS ACTION SETTLEMENT**

NOW come the plaintiff and class representative, Providence Steel, Inc. ("Plaintiff"), and the defendant, The Union Central Life Insurance Company ("Defendant"), in the above-captioned matter and hereby move jointly for an Order pursuant to Fed. R. Civ. P. 23(e), granting final approval of the class action settlement negotiated by the parties as set forth in The Union Central Life Insurance Company Group Insurance Policyholders Settlement Agreement dated March 3, 2004 ("Settlement Agreement").

As grounds for such motion, the parties assert that due notice of the Settlement has been issued to the Settlement Class, and that the terms of the Settlement are fair, adequate, reasonable and in the best interests of the Settlement Class, all as more fully set forth in the accompanying Plaintiff's Memorandum in Support of Joint Motion for Final Approval of Class Action Settlement and for Award of Attorneys' Fees. A Proposed Order Granting Final Approval of Class Action Settlement is attached hereto as Addendum A.

WHEREFORE, the parties respectfully ask this Honorable Court to enter an Order in the form attached hereto as Addendum A granting final approval of the Class Action Settlement.

Respectfully submitted  
For the Plaintiff and Class Representative,

s/Fredric L. Ellis

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Date: July 8, 2004

Respectfully submitted  
For the Defendant,

s/S. David McNeill

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